

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
In re:)	Chapter 11
)	
CELSIUS NETWORK LLC, <i>et al.</i> , ¹)	Case No. 22-10964 (MG)
)	
Debtors.)	(Jointly Administered)
_____)	

**SUPPLEMENTAL DECLARATION OF AMNON BISS IN SUPPORT OF THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS' APPLICATION FOR
ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
GORNITZKY & CO. AS ISRAELI COUNSEL EFFECTIVE AS OF NOVEMBER 2, 2022**

I, Amnon Biss, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am a partner of the firm of Gornitzky & Co. (“**GNY**”), an Israeli law firm located in the Vitania Tel-Aviv Tower, 20 Haharash St. TLV Israel 6761310. I am a member in good standing of the Israeli bar since 2013. There are no disciplinary proceedings pending against me in any jurisdiction.

2. I submit this supplemental declaration (the “**Supplemental Declaration**”) pursuant to sections 328(a) and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2014(a) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2014-1, 2016 and Rule 9013-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”) in further support of the *Official Committee of Unsecured Creditors' Application for Entry of an Order Authorizing the*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); Celsius US Holding LLC (7956); GK8 Ltd (1209); GK8 UK Limited (0893); and GK8 USA LLC (9450). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 50 Harrison Street, Suite 209F, Hoboken, New Jersey 07030.

Employment and Retention of Gornitzky & Co. as Israeli Counsel Effective as of November 2, 2022 (the “**Application**”),² which was filed on November 7, 2022. My first declaration (the “**First Declaration**”) was attached as Exhibit B to the Application.

3. To the extent that GNY determines that any information disclosed herein requires amendment or modification upon GNY’s completion of further analysis or as additional information becomes available to it, a further supplemental declaration will be submitted to the Court reflecting the same. Except as otherwise noted, I have personal knowledge of the matters set forth herein.³

Supplemental Disclosures Regarding Parties in Interest

4. In connection with the First Declaration, we performed a conflict check with regard to the names of the parties set forth in Exhibit 2 attached thereto to determine whether GNY represents or represented any of the parties and, if so, whether such representations relate in any way to the proposed representation of the Committee in these chapter 11 cases.

5. Thereafter, the U.S. Trustee’s Office requested that GNY identify any representations of the parties previously reviewed and disclosed by White & Case LLP, counsel to the Committee in these chapter 11 cases. Such parties (the “**Potential Parties in Interest**”) include those identified on Schedule 1 to the (i) *Declaration of Gregory F. Pesce in Support of the Official Committee of Unsecured Creditors’ Application for Entry of an Order Authorizing the Employment And Retention of White & Case LLP As Counsel Effective as of July 29, 2022* [Docket No. 603 at Ex. B], (ii) *Second Declaration of Gregory F. Pesce in Support of the Official Committee of Unsecured Creditors’ Application for Entry of an Order Authorizing the*

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

³ Certain of the disclosures herein relate to matters within the knowledge of attorneys or employees of GNY and are based on information provided by them.

Employment and Retention of White & Case LLP as Counsel Effective as of July 29, 2022 [Docket No. 603] and (iii) *Third Declaration of Gregory F. Pesce in Support of the Official Committee of Unsecured Creditors' Application for Entry of an Order Authorizing the Employment and Retention of White & Case LLP as Counsel Effective as of July 29, 2022* [Docket No. 1215] (collectively, the “**Pesce Declarations**”).

6. Prior to filing this Supplemental Declaration, GNY performed a conflict check with regard to the Potential Parties in Interest to determine whether GNY represents or represented such parties and, if so, whether such representations relate in any way to the proposed representation of the Committee in these chapter 11 cases. **Schedule 1** annexed hereto identifies that GNY currently represents, or has represented, certain individuals, entities or their affiliates who are Potential Parties in Interest in matters unrelated to the Debtors, their chapter 11 cases, or such entities' claims against and interests in the Debtors.⁴

7. To the extent that GNY becomes aware of any additional potential parties in interest related to GNY's proposed representation, GNY will promptly conduct new conflict checks with regard to the new potential parties in interest and file a supplemental declaration, if necessary. Additionally, to the extent that disclosures for new representations of Potential Parties in Interest are discovered, GNY will file a supplemental declaration of same.

Additional Disclosures Requested by the U.S. Trustee

8. In connection with the Application, I submit this Supplemental Declaration to

⁴ To perform the conflict check on the Potential Parties in Interest, GNY's administrative team conducted a search in its internal document management system to assess whether any of GNY's previous or current clients matches a name included in the list of Potential Parties in Interest. **Schedule 1** annexed hereto includes the identity of Potential Parties in Interest that GNY currently represents or has represented based on that review. The administrative team then sent the list of such parties included in **Schedule 1** to each partner at GNY and certain associates. GNY then reviewed and determined that such representations do not relate to the proposed representation of the Committee, the Debtors, their chapter 11 cases or such entities' claims against and interests in the Debtors.

provide additional disclosures in response to requests made by the U.S. Trustee and in accordance with Bankruptcy Rules 2014(a) and 2016(b). Unless otherwise stated in this Supplemental Declaration, I have personal knowledge of the facts set forth herein.⁵

9. Paragraphs 6 and 7 of the First Declaration identified the scope of GNY's engagement, which is stated in the Engagement Letter as "[l]egal advice with regard to issues of Israeli law, including those relating to (i) a sale involving GK8 Ltd. (including certain of its affiliates) or its assets, (ii) any Israeli bankruptcy proceedings initiated in connection with the Bankruptcy Cases (as defined below), and (iii) other matters requested by the Client (as defined below)." GNY will provide advice to White & Case LLP regarding Israeli law matters for which White & Case LLP is not authorized to provide advice. The Committee requires assistance for Israeli matters related to the GK8 Sale process, which will include representing the interests of the Committee in proceedings that are expected to be commenced in Israel to effectuate that sale. I understand GNY may also be used to assist with litigation and/or discovery in Israel if needed.

10. Paragraph 24 of the First Declaration included answers to certain questions pursuant to paragraph D.1 of the U.S. Trustee Guidelines, including whether the Committee has approved a prospective budget and staffing plan. GNY prepared a budget and staffing plan for the Committee, which the Committee approved on December 16, 2022.

Reaffirmation of Statement of Disinterestedness

11. Based on the conflicts search conducted to date and as described in the First Declaration and herein, to the best of my knowledge, except as stated herein and in the First Declaration, and insofar as I have been able to ascertain, (a) GNY is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, (b) GNY does not hold or represent any

⁵ Certain of the disclosures herein relate to matters within the knowledge of attorneys or employees of GNY and are based on information provided by them.

interest in the chapter 11 cases that is adverse to the Committee, as required by section 1103(b) of the Bankruptcy Code, and (c) GNY has no connection to the Debtors, the parties in interest set forth in Exhibit 2 attached to the First Declaration, or the Potential Parties in Interest identified in the Pesce Declarations, except as disclosed in the Application, the First Declaration, or this Supplemental Declaration. Accordingly, based upon the foregoing, I respectfully submit that the requirements for GNY's retention as attorneys for the Committee have been met.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: December 19, 2022
Tel Aviv, Israel

/s/Amnon Biss

Amnon Biss
Partner, Gornitzky & Co.

Schedule 1

GNY's Relationships with Potential Parties in Interest

Category	Name
Vendor	Allianz Global Assistance SAS
Vendor	Amazon.com
Vendor	Comcast Corp.
Vendor	Deloitte Tax LLP
Vendor	DHL
Vendor	EY
Vendor	Fattal Hotels Ltd.
Vendor	Gett Inc
Vendor	GoDaddy.com
Vendor	Herzog Fox & Neeman
Vendor	Latham
Vendor	Lumen
Vendor	Microsoft Azure Inc.
Vendor	Microsoft Corp.
Vendor	Monday.com Ltd.
Vendor	New York Times Co., The
Vendor	Panorays Ltd.
Vendor	Similarweb Inc.
Vendor	SolarWinds
Vendor	Taylor Wessing LLP
Vendor	Twitter Inc
Notice of Appearance	Duane Morris LLP
Notice of Appearance	Weil, Gotshal & Manges LLP
Bankruptcy Professionals	White & Case LLP
Institutional Customer	Three Arrows Capital Ltd.
Insurance	Ayalon Insurance Co.
Non-Bankruptcy Advisors and Ordinary Course Professional	CMS Cameron McKenna Nabarro Olswang LLP
Non-Bankruptcy Advisors and Ordinary Course Professional	Taylor Wessing LLP